

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

Luv n' care, Ltd., and Admar)
International, Inc.)
Plaintiffs,)
v.)
Walgreen Co. and Kmart Corp.)
Defendants.)

CIVIL ACTION NO. 08-CIV 4457 (DC/HP)

STIPULATION OF DISMISSAL BY LUV N' CARE AND ADMAR WITH KMART

Pursuant to Fed.R.Civ.P. 41(a)(1)(A)(ii), the undersigned parties hereto, by their respective undersigned counsel hereby stipulate and agree that all claims and counterclaims between Plaintiffs Luv n' care and Admar and Defendant Kmart shall be and are dismissed with prejudice, with each Party bearing its own costs and attorneys' fees, pursuant to the terms of the Settlement Agreement between the parties, and subject to the Court's retention of jurisdiction towards enforcement of the terms thereof. Accordingly,

IT IS ORDERED, ADJUDGED AND DECREED THAT:

Subject to the Court's retention of jurisdiction, all matters relating to the above-captioned controversy between Plaintiffs and Defendant Kmart are hereby dismissed with prejudice, with each Party bearing its own respective costs and attorneys' fees.

Nothing within the present dismissal shall be deemed to apply to Defendant Walgreen Co. in the above entitled and numbered case, nor to any rights asserted by Plaintiffs against Royal King Baby Product Co., Ltd., in Civil Action No. 2:08CV163(TJW), currently pending in the Eastern District of Texas, Marshall Division, and captioned *Luv n' care, Ltd. and Admar*

International, Inc. v. Royal King Baby Product Co. Ltd., ("the Texas Civil Action"), with all rights of Plaintiffs against Defendant Walgreens and against Royal King being reserved.

Entered this _____ day _____ of 2009.

United States District Judge

Approved on Behalf of Plaintiffs
Luv n' care, Ltd. and Admar International, Inc.

Approved on Behalf of Defendant
Kmart Corp.

By: /s/Morris E. Cohen.
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